# ANNUAL REPORT LICENSEE: TRUMP PLAZA HOTEL & CASINO ADDRESS: MISCISSIPPI AVENUE & BOARDWALK ATLANTIC CITY, NJ 08401 FOR THE YEAR ENDED DECEMBER 31, 1992 TO THE CASINO CONTROL COMMISSION OF THE STATE OF NEW JERSEY Myth La Impo OASI CO. NAME OF OFFICER IN CHARGE OF CORRESPONDENCE REGARDING THIS QUARTERLY REPORT......FRANCIS X. MCCARTHY, JR ATLANTIC CITY, NJ 08401

# TRADING NAME OF LICENSEE: TRUMP PLAZA HOTEL & CASINO LIST OF FORMS – ANNUAL REPORT FOR THE YEAR ENDED DECEMBER 31, 1992

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# **BALANCE SHEETS**

# DECEMBER 31, 1992 AND 1991

(UNAUDITED) (\$ IN THOUSANDS)

	DESCRIPTION				
(a)	(b) ASSETS		(c) 1992	((	1) 1991
-	Current Assets:				
1	Cash				
2	Marketable securities	. \$	18,802	\$	10,47
3	Receivables and patrons' checks (net of allowance for	•			
	doubtful accounts – 1992, \$14,402; 1991, \$20,231)				
4	Inventories	••	7,870		12,64
5	Prepaid expenses and other current assetsNOTE 2	•	3,068		2,90
			2,502		3,28
6	Total current assets		90.040		~~ ~~
			32,242		29,30
7 8	Investments, Advances, and ReceivablesNOTE 3	]	5,021		4,51
<u>o</u> 9	i lopeity and Equipment – Gross NOTE A		409,739		401,90
9 10	(Accumulated Depreciation/Amortization)		(109,473)		(95,07
10	Other AssetsNOTE 5	]	33,882		39,01
		}	00,002		53,01
11	Total Assets	S	371,411	\$	379,65
					010,00
	LIABILITIES AND EQUITY				
	Current Liabilities:	[			
2	Accounts Payable.				
3	Notes Payable	\$	5,890	\$	7,263
	Current portion of long-term debt:		194		396
4	Due to affiliator				
5	Due to affiliatesNOTE 8		-	1	225,000
6	OtherNOTE 9		9,980		31,420
7	Income taxes payable and accrued				
8	Other accrued expensesNOTE 6		28,487		19,693
9	Other current liabilitiesNOTE 7		7,071		7,786
-	Total current liabilities		51,622	2	291,558
	ODD Torm Duly				
	ong-Term Debt:				
	Due to affiliatesNOTE 8		225,000		
	Ouler		24,723		32 200
	ciented Ciedits		496		33,326 729
			58,208		
ĽС	ommitments and ContingenciesNOTE 13 NOTE 14				
1					
	otal Liabilities		360,049	3	25,6 <b>13</b>
1					
	tockholders', Partners', or Proprietor's Equity		11,362	:	54,043
1					
To	otal Liabilities and Equity		1		

The accompanying notes are an integral part of the financial statements. Valid comparisons cannot be made without using information contained in the notes.

# STATEMENTS OF INCOME

# FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1992 AND 1991

LINE (a)	DESCRIPTION (b)	(c) 1992	(d) 1991
-*×	Revenue:		
1	Casino		
2	Rooms		
3	Food and beverage		27,01
4	Other		43,102
5	Total revenue		7,84(
6	Less: Promotional allowances	350,640	312,965
7	Net revenue	39,905	36,242
		310,735	276,723
	Costs and Expenses:		
8	Costs of goods and services		
9	Sening, general, and administrative	165,328	149,132
10	Provision for doubtful accounts	80,441	78,107
11	Total costs and expenses	4,675	5,233
12	Gross Operating Profit.	250,444	232,472
13	Depreciation and amortization	60,291	44,251
	Charges from affiliates other than interest:	15,842	16,193
14	Management feesNOTE 1B		
15	OtherNOTE 1B Income (I cost) for a 2	708	
16	Income (Loss) from Operations	2,127	8,478
		41,614	19,580
	Other Income (Expenses):		
17	Interest (expense) – affiliatesNOTE 11		
18	Interest (expense) – external		(30,444)
19	Investment alternative tax and related income	(4,123)	(3,951)
	(expense) – net		
20	Nonoperating income (expense) – netNOTE 12	(2,003)	(2,445)
21	Total other income (expense) - netNOTE 12	(5,583)	(14,834)
22	Total other income (expense)	(39,429)	(51,674)
23	ncome (Loss) before income Taxes and Extraordinary Items	2,185	(32,094)
	Provision (credit) for income taxesNOTE 16	(233)	(2,864)
25	ncome (Loss) before Extraordinary Items	2,418	(29,230)
	Extraordinary items (net of income taxes –		
26 N	1992,\$ - , 1991, \$ - )NOTE 15 let Income (Loss)\$	(38,205)	_
		(35,787) \$	

# (UNAUDITED) (\$ IN THOUSANDS)

The accompanying notes are an integral part of the financial statements. Valid comparisons cannot be made without using information contained in the notes.

# STATEMENTS OF INCOME

# FOR THE THREE MONTHS ENDED DECEMBER 31, 1992 AND 1991

LINE	DESCRIPTION	(a) 1000	
(a)	(b)	(c) 1992	(d) 1991
	Revenue:		
1	Casino		
2	Rooms		
3	Food and beverage		
4	Other		
5	Total revenue	1,791	
6	Less: Promotional allowances		73,191
7	Net revenue		8,722
		66,694	64,469
	Costs and Expenses:		
8	Costs of goods and services	29 270	00.000
9	Selling, general, and administrative	38,379	36,939
10	Provision for doubtful accounts	18,713	18,773
11	Total costs and expenses		1,010
12	Gross Operating Profit	56,700	56,722
13	Depreciation and amortization	9,994	7,747
	Charges from affiliates other than interest:	3,911	4,109
14	Management feesNOTE 1B	0.5.0	
15	OtherNOTE 14		
16	Income (Loss) from Operations		2,032
		5,298	1,606
	Other Income (Expenses):		
17	Interest (expense) – affiliatesNOTE 11		
18	Interest (expense) – external		(7,241)
19	Investment alternative tax and related income	(832)	(1,274)
	(expense) - net		
20	(expense) – net Nonoperating income (expense) – netNOTE 12	(230)	(575)
21	Total other income (expense) - netNOTE 12	(436)	(15,490)
22	Total other income (expense)	(8,248)	(24,580)
23	Income (Loss) before Income Taxes and Extraordinary Items	(2,950)	(22,974)
24	Provision (credit) for income taxesNOTE 16	(240)	(2,022)
25	Income (Loss) before Extraordinary Items	(2,710)	(20,952)
	Extraordinary items (net of income taxes –		
26	1992, \$ - ; 1991, \$ - )		
	Net Income (Loss)	\$ (2,710)	(20,952)

(UNAUDITED) (\$ IN THOUSANDS)

The accompanying notes are an integral part of the financial statements. Valid comparisons cannot be made without using information contained in the notes.

# STATEMENTS OF CHANGES IN PARTNERS' OR PROPRIETOR'S EQUITY

# FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1992 AND 1991

# (UNAUDITED) (\$ IN THOUSANDS)

LINE (a)	DESCRIPTION (b)	(c) 1992	<b>(d)</b> 1991
	Invested Capital:	+	
1	Beginning balance (January 1)	\$ 50,707	¢ 50.707
2	Additional capital invested		<b>\$</b> 50,707
3			
4	Ending balance	. 50,707	50,707
	Accumulated Income (Loss):		
5	Beginning balance (January 1)	50,511	70 741
6	Prior period adjustments		79,741
7	Net income (loss)	(35,787	) (29,230)
8			(29,230)
9	Ending balance	14,724	50,511
	Capital Withdrawals:		
10	Beginning balance (January 1)	(47,175	(47 475)
11	Additional capital withdrawals	(+7,175	) (47,175)
12	Preferred Partnership Interest Distribution	16 804	
13	Ending balance	(54,069	1
	Net Unrealized Loss on Noncurrent Marketable Equity Securities		(,
14	Beginning balance (January 1)		_
15			_
16	•••••	****	
17	Ending balance		_
	Ending Partners' or		
18	Proprietor's Equity	<b>\$</b> 11,362	\$ 54.043

The accompanying notes are an integral part of the financial statements. Valid comparison cannot be made without using information contained in the notes.

# STATEMENTS OF CASH FLOWS

# FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1992 AND 1991

LINE (a)	DESCRIPTION	(c) 1992	(d) 1991
1	(b)		
	Net Cash Provided (Used) by Operating Activities	\$ 27,017	\$ 8,815
	Cash Flows from Investing Activities:		
2	Purchase of short-term investment securities		
3	Proceeds from the sale of short-term invest. securities		
4	Cash outflows for property and equipment	(7,119)	(5 700)
5	Proceeds from disposition of property and equipment	34	(5,763)
6	Purchase of casino reinvestment obligations		149
7	Purchase of other investments and loans/advances made	<u> </u>	(666)
8	Proceeds from disposal of investments and collection	(971)	*****
	of advances and long-term receivables		
9	Cash outflows to acquire business entities		462
10	Casino Reinvestment Obligation Donation	-	
11		312	-
12	Net Cash Provided (Used) by Investing Activities	-	
	and cash rothada (osed) by investing Activities	(9,597)	(5,818)
	Cash Flows from Financing Activities:		
13	Cash proceeds from issuance of short-term debt		
14	Payments to settle short-term debt	1,523	1,501
15	Payments to settle short-term debt	(1,725)	(1,008)
16	Cash proceeds from issuance of long-term debt	51	25,075
17	Costs of issuing debt.		_
18	Payments to settle long-term debt	(6,618)	(28,095)
19	Cash proceeds from issuing stock or capital contribution		_
20	Purchases of treasury stock	-	
	Payments of dividends or capital withdrawals	(2,324)	
21			_
22			
23	Net Cash Provided (Used) by Financing Activities	(9,093)	(2,527)
			(=)==:/
24	Net Increase (Decrease) in Cash and Cash Equivalents	8,327	470
	Cash and Cash Equivalents at Beginning of Period		
	a beginning of Period	10,475	10,005
26	Cash and Cash Equivalents at End of Period	18,802	5 10,475

# (UNAUDITED) (\$ IN THOUSANDS)

# SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION

	Cash Paid During Period For:				
27	Interest (net of amount capitalized)	¢	25,310	¢	94 500
28	Income taxes	¢	25,510	ф Ф	34,533
		Ψ		<b>Þ</b>	

The accompanying notes are an integral part of the financial statements. Valid comparison cannot be made without using information contained in the notes.

# STATEMENTS OF CASH FLOWS

# FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1992 AND 1991

# (UNAUDITED) (\$ IN THOUSANDS)

LINE (a)	DESCRIPTION (b)	(c) 1992	(d) 1991
	Net Cash Flows from Operating Activities:		
29	Net income (loss)	\$ (35,787	\$ (29,230)
	Noncash items included in income and cash items	· (00,101	φ (23,200)
	excluded from income:		
30	Depreciation and amortization of property & equipment	15,211	15,270
31	Amortization of other assets	631	923
32	Amortization of debt discount or premium		
33	Deferred income taxes – current		
34	Deferred income taxes – noncurrent	(233	(2,801)
35	(Gain) loss on disposition of property and equipment	(34	
36	(Gain) loss on casino reinvestment obligation	2,003	2,445
37	(Gain) loss from other investment activities		
38	Net (increase) decrease in receivables and patrons'		ĺ
	checks	4,774	5,135
39	Net (increase) decrease in inventories		
40	Net (increase) decrease in other current assets		1,370
41	Net (increase) decrease in other assets		
42	Net increase (decrease) in accounts payable	(1,373	
43	Net increase (decrease) in other current liabilities	<u> </u>	
44	excluding debt	3,967	6,890
	Settlement of Regency obligation	_	10,850
45	Extraordinary Loss	38,205	
46	-		
47	Net Cash Provided (Used) by Operating Activities	\$ 27,017	\$ 8,815

# SUPPLEMENTAL SCHEDULE OF NONCASH INVESTING AND FINANCING ACTIVITIES

[	Acquisition of Property and Equipment:	1			
48	Additions to property and equipment	\$	(8,643)	\$	(5,763)
49	Less: Capital lease obligations incurred		1,524		
50	Cash Outflows for Property and Equipment	\$	(7,119)	\$	(5,763)
	Acquisition of Business Entities:				
51	Property and equipment acquired	\$		\$	
52	Goodwill acquired			· ·	
53	Net assets acquired other than cash, goodwill, and property and equipment	}			
54	Long-term debt assumed				
55	Issuance of stock or capital invested				
56	Cash Outflows to Acquire Business Entities	\$		\$	
	Stock Issued or Capital Contributions:				
57	Total issuances of stock or capital contribution	\$	_	\$	_
58	Less: Issuances to settle long-term debt	<u> </u>			-
59	Consideration in acquisition of business entities				
60	Cash Proceeds from Issuing Stock or Capital Contributions			\$	

\* Prior year restated to conform to current year presentation.

#### NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### A. Organization

Trump Plaza Associates, (the "Company"), doing business as Trump Plaza Hotel and Casino ("Trump Plaza") was organized in June 1982 as a general partnership under the laws of the State of New Jersey for the purpose of acquiring, completing the construction of and operating Trump Plaza. In return for the proceeds of the 12 7/8% First Mortgage Bonds (the "Old Bonds"), the Company issued a promissory note (the "Old Partnership Note") to Trump Plaza Funding, Inc. ("TPF") in a principal amount equal to the aggregate principal amount of the Old Bonds and with similar payment terms. In addition, the Company directly guaranteed the payments of the principal of, premium, if any, and interest on the Old Bonds (the "Old Guaranty"). As part of a prepackaged plan of reorganization under Chapter 11 of the United States Bankruptcy Code (the "Plan") consummated on May 29, 1992 (the "Effective Date") the Old Partnership Note and the Old Guaranty were discharged, and the Company issued a new promissory note (the "Partnership Note") and a new non-recourse guaranty (the "Guaranty") to reflect the terms of the 12% Mortgage Notes (the "New Bonds"). See Note 1B - Plan of Reorganization.

#### B. Plan of Reorganization

As of December 31, 1991 the Partnership was experiencing a liquidity problem, had incurred losses in the past two years, had negative working capital of \$262,258,000 and had filed a Plan which created a technical default under the Bond Indenture. As a result, the Old Partnership Note and the Promissory Notes were classified as current liabilities as of December 31, 1991 (See Notes 8 and 9). These factors resulted from an overall deterioration in the Atlantic City gaming market as indicated by reduced rates of casino growth for the industry for the last three years, aggravated by an economic recession in the Northeast, a significant increase in capacity in the Atlantic City gaming market and less than anticipated revenues at Trump Plaza.

On March 9, 1992, the Company filed the Plan under Chapter 11 of the United States Bankruptcy Code of 1978, as amended. The Plan was confirmed by order of the United States Bankruptcy Court for the District of New Jersey on April 30, 1992, and consummated on May 29, 1992.

On May 29, 1992, each \$1,000 principal amount of the Old Bonds and 11% Notes ("Notes") were exchanged for \$900 principal amount of New Bonds, twelve shares of 9.34% Participating Cumulative Redeemable Preferred Stock, with a liquidation value of \$25 per share (the "Preferred Stock") and twelve shares of Common Stock, par value \$.00001 per share (the "Common Stock"). Each share of Preferred Stock trades as a unit with one share of Common Stock, such shares are transferable only as a unit (See Note 13 - Other Liabilities). The New Bonds mature on September 15, 2002 and are not subject to any sinking fund requirement. The Company is required to redeem all outstanding shares of the Preferred Stock on September 15, 2004 at \$25 per share, plus accrued and unpaid dividends.

# Plan of Reorganization cont.:

The Plan resulted in the exchange of \$250,000,000 of Old Bonds and Notes for \$225,000,000 of New Bonds and \$75,000,000 liquidation preference of Preferred Stock. In accordance with AICPA Statement of Position 90-7, "Financial Reporting by Entities in Reorganization under the Bankruptcy Code", the New Bonds and Preferred Stock have been stated at the present value of amounts to be paid, determined at current interest rates (effective rate of approximately 12% and 13%, respectively). The effective interest rate of the New Bonds and Preferred Stock was determined based on the trading price for a specified period subsequent to issuance. Stating the New Bonds and Preferred Stock at their approximate present value of \$225,000,000 and \$57,750,000, respectively, resulted in an extraordinary loss of approximately \$32,750,000 (see Note 15 - Extraordinary Loss).

On the Effective Date, TPF, which theretofore had no interest in the Company, received a 50% beneficial interest in TP/GP, a New Jersey Corporation ("TP/GP"), and TPF and TP/GP were admitted as partners of the Company. Pursuant to the terms of the Partnership Agreement, TPF was issued the Preferred Partnership Interest, which provides TPF with the Preferred Distribution which is designed to provide the Company with distributions sufficient to pay required dividends on, and the redemption price of, the Preferred Stock and administrative expenses. TP/GP became the managing general partner of the Company, and through its Board of Directors, manages the affairs for the Company.

Pursuant to the terms of the Partnership's Amended and Restated Partnership Agreement executed on the Effective Date (the "Partnership Agreement"), the Company is required to pay (i) its taxes attributable to (a) distributions that TPF receives from the Company and (b) TPF's interest in the Company's earnings, (ii) its officers and directors fees and any amounts required to be paid to directors pursuant to indemnification obligations, (iii) premiums on a directors and officers liability insurance policy, and (iv) other reasonable general and administrative expenses. The required distributions are a non-recourse obligation of the Company. TPF is also entitled to receive, to the extent there is Cash Available for Preferred Distribution (as such term is defined in the Partnership Agreement), the Preferred Distribution in an amount sufficient to pay dividends on the Preferred Stock. If the Preferred Distribution has been made in full, the Company, on or after March 31 of any year commencing March 31, 1993, is required, subject to certain conditions, to distribute 10% of the first \$20,000,000 of Excess Available Cash, as defined, and 50% of Excess Available Cash, as defined, in excess of \$20,000,000 for the immediately preceding calendar year to Donald J. Trump. Among the conditions which must be satisfied in order for there to be a distribution of a portion of Excess Available Cash, as defined, to Donald J. Trump, are that specified percentages of Excess Available Cash, as defined, be used by the Company to purchase and retire New Bonds and Preferred Stock and that the Company have at least \$10,000,000 of working capital after giving effect to any such distribution to Donald J. Trump.

On the Effective Date, the Company entered into a services agreement with Trump Plaza Management Corp. ("TPM"), a corporation beneficially owned by Donald J. Trump (the "Services Agreement"). The Services Agreement provides that TPM will provide to the Company, from time to time when reasonably requested, consulting and other services on a non-exclusive basis, relating to marketing, advertising, promotional and other similar and related services (the "Services") with respect to the business and operations of the Company. TPM is not required to devote any prescribed amount of time to the performance of its duties. In consideration for the Services, the

# Plan of Reorganization cont .:

Company pays TPM each year an annual fee of \$1,000,000 in equal monthly installments, and reimburses TPM on a monthly basis for all reasonable out-of-pocket expenses incurred by TPM in performing its obligations under the Services Agreement, up to certain amounts. Under this agreement \$708,000 was charged to expense in 1992.

# C. <u>Gaming Revenues</u>

Gaming revenues represent the net win from gaming activities which is the difference between amounts wagered and amounts won by patrons. During 1992, certain Progressive Slot Jackpot Programs were discontinued which resulted in \$4,100,000 of related accruals being taken into income.

# D. <u>Promotional Allowances</u>

Total (gross) revenues include the retail value of complimentary food, beverage and hotel services furnished to patrons. The retail value of these promotional allowances is deducted from gross revenues to arrive at new revenues. The cost of promotional allowances is charged to operations.

# E. <u>Inventories</u>

Inventories of provisions and supplies are valued at the lower of cost (weighted average) or market.

# F. Property and Equipment

Property and equipment is carried at cost and is depreciated on the straight-line method using rates based on the following estimated useful lives:

Building and improvements	40 years
Furniture, fixtures and equipment	3-10 years
Leasehold improvements	10-40 years

Interest associated with borrowings used to finance construction projects has been capitalized and is being amortized over the estimated useful life of the assets.

# G. Land Rights

Land rights represent the fair value of such rights, at the time of contribution, of certain land leases contributed to the Company by the Trump Plaza Corporation, an affiliate of the Company. These rights are being amortized over the period of the underlying operating leases which extend through 2078.

### H. Income Taxes

Income taxes are provided in accordance with Statements of Financial Accounting Standards No. 109.

The accompanying financial statements do not include a provision for Federal income taxes, since any income or losses allocated to its partners are reportable for Federal income tax purposes by such partners.

Under the New Jersey Casino Control Commission regulations, the Company is required to file a consolidated New Jersey corporation business tax return. Accordingly, a benefit for state income taxes has been reflected in the accompanying financial statements.

Deferred State income taxes result primarily from differences in the timing of reporting of depreciation for tax and financial statement purposes.

# I. Fair Value of Financial Instruments

The carrying amount of the following financial instruments of the Company approximates fair value, as follows: (a) cash and cash equivalents, accrued interest receivables and payables and the Harrah's note payable are based on the short term nature of these financial instruments. (b) CRDA bonds and deposits are based on the allowances to give effect to the below market interest rates.

The estimated fair values of other financial instruments are as follows:

#### December 31, 1992

	Carrying Amount	Fair Value
Preferred Stock (a)	\$ 58,092,000	\$ 70,500,000
12% Mortgage Bonds (a)	\$225,000,000	\$225,000,000
Regency Note (b)	\$ 17,500,000	\$ 12,000,000

- (a) The fair values of the Preferred Stock and Mortgage Bonds are based on quoted market prices obtained by the Company from its investment advisor.
- (b) The fair value of the Regency Note is based on the amount that the Company expects to pay resulting from the early payment of the Note from the proceeds of the proposed offering of Mortgage Notes and Units (See Note 14E).

There are no quoted market prices for the Company's mortgage notes and other notes payable and a reasonable estimate could not be made without incurring excessive costs.

# J. Statement of Cash Flows

For purposes of the statements of cash flows, the Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

# K. <u>Reclassifications</u>

Certain reclassifications were made to the 1991 financial statements to present them on a basis consistent with the 1992 classification.

# NOTE 2: PREPAID EXPENSES AND OTHER CURRENT ASSETS

Prepaid expenses and other current assets as of December 31 consisted of the following:

	1992	1991
Prepaid taxes Prepaid insurance Prepaid transportation costs Prepaid rent Prepaid advertising costs Prepaid CRDA expense Prepaid service contracts Prepaid sewerage costs Prepaid entertainment Other	\$ 444,000 670,000 12,000 124,000 306,000 516,000 80,000 104,000	<pre>\$ 423,000 734,000 94,000 159,000 150,000 1,147,000 105,000 129,000 133,000 206,000</pre>
	\$ <u>2,502,000</u>	\$ <u>3,280,000</u>

# NOTE 3: INVESTMENTS, ADVANCES AND RECEIVABLES

Investments, advances and receivables as of December 31 consisted of the following:

Advances due from -	1992	1991
Trump Seashore Associates The Trump Organization	\$1,153,000	\$1,415,000
Trump Crystal Tower Associates	-	14,000
Other Affiliated Companies	-	285,000
Casino reinvestment bonds and escrow deposit, net of valuation adjustment- (1992) 51 924 000 (1992)	-	9,000
(1992) \$1,934,000; (1991) \$1,392,000	3,868,000	<u>2,789,000</u>
	\$ <u>5,021,000</u>	\$4,512,000

# NOTE 4: PROPERTY AND EQUIPMENT - NET

Property and equipment as of December 31 consisted of the following:

	1992	1991
Land and land improvements Buildings Furniture, fixtures and equipment Leasehold improvements Construction in progress	\$ 34,906,000 293,908,000 74,623,000 2,378,000 <u>3,924,000</u> 409,739,000	\$ 34,760,000 292,364,000 69,968,000 2,378,000 <u>2,437,000</u> 401,907,000
Less - Accumulated depreciation & amortization Net property and equipment	( <u>109,473,000</u> ) \$300,266,000	( <u>95,073,000</u> ) \$306,834,000

# NOTE 5: OTHER ASSETS

Other assets as of December 31 consisted of the following:

	1992	1991
Land rights, net	\$ 30,428,000	\$ 30,797,000
Debt issuance costs, net	-	5,568,000
Deposits	1,285,000	621,000
Other deferred charges	2,169,000	2,024,000
	\$_33,882,000	\$_39,010,000

# NOTE 6: OTHER ACCRUED EXPENSES

Other accrued expenses as of December 31 consisted of the following:

	1992	1991
Accrued payroll Accrued progressive jackpot liabilities Accrued interest Accrued gaming taxes payable Accrued Casino Control Commission & Division of Gaming Enforcement fees Accrued utilities Accrued utilities Accrued union benefits Accrued health insurance benefits Accrued sales, use & luxury tax Accrued professional costs Accrued special event costs Accrued repairs & maintenance cost	\$ 5,760,00 1,000,00 8,024,00 438,00 580,00 366,00 297,00 1,645,00 133,00 1,942,00 934,00	00 \$ 6,206,000   00 5,189,000   00 1,495,000   00 353,000   00 819,000   00 206,000   00 311,000   00 375,000   00 1,904,000   00 587,000
Accrued restructuring expense Accrued preferred stock dividends Distribution payable on preferred stock to Trump Plaza Funding, Inc. Other	95,00 1,414,00 2,026,00 2,086,00 <u>1,747,000</u> \$ <u>28,487,000</u>	0

#### NOTE 7: OTHER CURRENT LIABILITIES

Other current liabilities as of December 31 consisted of the following:

	******	1992	1991
Unredeemed chip/token liability Patron deposits Casino reinvestment liability Reserve for insurance claims Advance room/theatre deposits Advances due to Trump Castle Associates Advances due to Trump Penthouse Parcel Advances due to Seashore Four Associates Advances due to Taj Mahal Associates Unclaimed wages Other	Ş	1,788,000 835,000 753,000 2,153,000 104,000 333,000 87,000 592,000 50,000 328,000 48,000	\$ 3,353,000 275,000 154,000 2,135,000 281,000 345,000 26,000 665,000 222,000 308,000
	\$	7,071,000	<u>    22,000</u> \$ <u>7,786,000</u>

#### NOTE 8: LONG-TERM DEBT-DUE TO AFFILIATES

Long-term debt-due to affiliates as of December 31 consisted of the following:

	1992	1991
12% Partnership note, interest payable semi-annually, maturing in 2002.	\$225,000,000	s –
12 7/8% Partnership note, interest payable semi-annually, maturing in 1998.	-	225,000,000
Less-current maturities		225,000,000
	\$225,000,000 ======	\$ - ===========

On May 29, 1992 TPF issued \$900 principal amount of New Bonds, among other securities, in exchange for each \$1,000 principal amount of the outstanding Old Bonds and the Company's Notes to Belmont Fund L.P., a Bermuda Limited Partnership ("Belmont") and Fidelity Capital, an investment Fund ("Fidelity"), a mutual fund business trust (see Note 1B). This resulted in an exchange of \$250,000,000 of Old Bonds and Notes for \$225,000,000 of New Bonds, the Preferred Stock and the Common Stock. In exchange for the New Bonds, the Company issued a Partnership Note to TPF.

The New Bonds mature on September 15, 2002, and are not subject to any sinking fund requirement. The New Bonds bear interest at the rate of 12% per annum from the date of issuance, payable semi-annually on each March 15 and September 15, commencing September 15, 1992. The New Bonds are secured by a mortgage (the "Amended Mortgage") on the assets constituting the real property owned and leased by the Company and substantially all of the Company's other fixed assets, all of which constitute the casino/hotel known as the Trump Plaza. The lien of the Amended Mortgage ranks senior to the liens securing other indebtness of the Company other than certain existing mortgages, a working capital facility and certain other indebtness permitted by the New Indenture. In addition, the Company issued its

# NOTE 8: LONG-TERM DEBT-DUE TO AFFILIATES, CONT.

non-recourse Guaranty of the payment of principal of, premium, if any, and interest on the New Bonds. The Guaranty is secured by a mortgage on the assets of the Company described above on a basis senior to the lien of the Amended Mortgage.

# NOTE 9: LONG-TERM DEBT - OTHER

Long-term debt - other as of December 31 consisted of the following:

	1992		1991	
Promissory notes payable, interest payable monthly, maturing in 1996	\$	_	\$25,000,000	
10% note payable to Harrah's Atlantic City, Inc., interest payable monthly, maturing in 1993 (A)	8,	471,000	11,859,000	
Mortgage notes payable in monthly installments, including interest, with interest rates ranging from 9.5% to 11.0%. The notes are due at various dates between 1994 and 1998 and are secured by certain real property.	7,	284,000	10,162,000	
Regency Note (B)	17,	500,000	17,500,000	
Other notes with interest rates ranging from 8.0% to 11.5%, principal and interest payable monthly, secured by automobile and computer equipment		448,000	225,000	
Less-current maturities		703,000 980,000	64,746,000 <u>31,420,000</u>	
	\$ 24,2	723,000	\$ 33,326,000	

- (A) Interest on the note accrues at the rate of 10% per annum and is payable monthly. The entire principal amount is due May 16, 1993.
- (B) On the Effective Date, the Company rejected its lease of the Trump Regency Hotel (the "Regency Lease") and issued on that date a promissory note in the principal amount of approximately \$17,500,000 (the "Regency Note") in settlement of its obligations under the Regency lease. A charge of \$10,850,000 was incurred in the settlement (see Note 12). The Regency Note matures on March 15, 2003. The Regency Note bears interest payable semi-annually on unpaid principal at the rate of 9.14% per annum. Payments of principal in the amount of \$1,000,000 are due and payable annually from the Company commencing December 15, 1995 until maturity. In addition, Donald J. Trump has assigned a portion of his interest in Excess Available Cash, as defined, from the Company to be applied to further payments of principal

# NOTE 9: LONG-TERM DEBT - OTHER CONT.

with respect to the Regency Note in each of 1996, 1997, 1998 and 1999 in the amounts of \$2,000,000, \$3,000,000, \$4,000,000 and the remaining amount due, respectively, with, and to the extent of, a portion of his share of Excess Available Cash, as defined. Any such payments would reduce the principal balance of the Regency Note. In addition, the Company agreed to continue to operate the Trump Regency Hotel at its expense until September 30, 1992.

The aggregate maturities of long-term debt - other in each of the years subsequent to 1992 are:

1993	\$ 9,980,000
1994	1,443,000
1995	3,791,000
1996	1,534,000
1997	3,021,000
Thereafter	<u>14,934,000</u>
	\$34,703,000

The Company has a working capital facility under which up to \$10,000,000 may be borrowed by the Company solely for working capital purposes. At December 31, 1992 there were no outstanding borrowings under this working capital facility.

#### NOTE 10: DEFERRED CREDITS

Deferred credits as of December 31, 1992 and 1991 consisted of deferred state income taxes.

# NOTE 11: INTEREST (EXPENSE) - AFFILIATES

Interest (Expense) - Affiliates for the twelve months ended December 31, 1992 and 1991 consisted of the 12-7/8% Old Partnership Note and the applicable interest on the 12% New Partnership Note which was exchanged for the 12 7/8% Old Partnership Note on May 29, 1992, the Effective Date of the Plan.

# NOTE 12: NONOPERATING INCOME (EXPENSE) - NET

Nonoperating income (expense) - net for the three months and twelve months ended December 31 consisted of the following:

	Three m 1992	onths	ended 1991	Twelve mo 1992	onths	ended 1991
Interest income (Loss) Gain on disposal of	\$ 136,000	\$	208,000	\$ 487,000	\$	612,000
property and equipment Regency Lease Settlement	-	(	10,000)	34,000	(	105,000)
Claim (see Note 9)	-	(10	,850,000)	-	(10	,850,000)
Litigation expense	(320,000)	(3	,968,000)	(1, 462, 000)		3,968,000)
Restructuring cost	(566,000)	(	943,000)	(5,177,000)	i	943,000)
Other nonoperating income	_314,000		73,000	535,000		420,000
	\$(436,000)	\$(15	,490,000)	\$(5,583,000)	\$(14	,834,000)
	*****	==:	=======			

#### NOTE 13: OTHER LIABILITIES

Other liabilities as of December 31 consisted of the following:

	<u>    1992    </u>	1991
Preferred Partnership Interest (A) Deferred Income Taxes relating to accretion of Preferred Partnership	\$58,092,000	\$ -
Interest	116,000	
	\$ <u>58,208,000</u>	\$

(A) On May 29, 1992, TPF issued its 9.34% Preferred Stock and its Common Stock, together with New Bonds, of which both are non-recourse obligations of the Company, in exchange for each \$1,000 Old Bonds and Notes Payable to Belmont and Fidelity (as more fully described in Note 8 - Long-term debt due to Affiliates). Each share of the Common Stock trades as a unit with the Preferred Stock with which it was issued, and is subject to mandatory redemption at a price of \$.00001 per share at the time such Preferred Stock is redeemed.

The Preferred Stock has a liquidation preference of \$25 per share. Regular semi-annual dividends on each share of Preferred Stock of \$2.335 per annum accrue from the date of issuance, whether or not declared. Dividends on the Preferred Stock, together with any tax liabilities, are payable by TPF in cash to the extent of certain required priority cash distributions to TPF by the Company (the "Preferred Distribution"). Under certain circumstances, all or a portion of the dividend payment on the Preferred Stock may be paid in additional shares of (including the related Common Stock) and is subject to optional Preferred Stock redemption, in whole or in part, at TPF's discretion at any time and to mandatory redemption on September 15, 2004, in each case at a redemption price of \$25 per share, plus accrued and unpaid dividends to the date of redemption. TPF has the right to acquire Preferred Stock in the open market from time to time with Excess Available Cash, as defined, and any Preferred Stock so acquired will be retired. The Preferred Stock will be accreted over the respective periods to its face value at maturity.

#### NOTE 14: COMMITMENTS AND CONTINGENCIES

#### A. Leases

The Company leases property (primarily land), certain parking space, and various equipment under operating leases. Rent expense for the years ended December 31, 1992 and 1991 was \$4,361,000 and \$11,219,000 respectively, of which \$2,127,000 and \$8,478,000, respectively, relates to affiliates of the Company.

# Note 14: COMMITMENTS AND CONTINGENCIES CONT.

Future minimum lease payments under the noncancelable operating leases are as follows:

	Total	Amounts Relating to Affiliates
1993	\$ 3,100,000	\$ 1,900,000
1994	3,100,000	1,900,000
1995	3,325,000	2,125,000
1996	3,550,000	2,350,000
1997	3,550,000	2,350,000
Thereafter	277,733,000	195,950,000
	\$ 294,358,000	\$ 206,575,000
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Certain of these leases contain options to purchase the leased properties at various prices throughout the leased terms. At December 31, 1992, the aggregate option price for these leases was approximately \$30,500,000.

# B. Casino Reinvestment Development Authority Obligations

As a result of the April 1990 modified agreement and certain other agreements in 1992, the Company had for the twelve months ended December 31, 1992 and 1991, charged \$1,358,000 and \$2,226,000, respectively to operations to give effect to the utilization of tax credits received in connection with the donations. For the twelve months ended December 31, 1992 and 1991 the Company charged to operations \$645,000 and \$219,000 respectively to give effect to the below market interest rates associated with the CRDA bonds. Investments, advances and receivables also include \$3,683,000 of below market interest rate bonds issued by the CRDA and \$2,119,000 of deposits paid towards the purchase of below market interest rate bonds.

# C. <u>Casino License Renewal</u>

The operation of an Atlantic City hotel and casino is subject to significant regulatory controls which affect virtually all of its operations. Under the New Jersey Casino Control Act (the "Act") the Company is required to maintain certain licenses.

In May 1991, the New Jersey Casino Control Commission ("CCC") renewed the Company's license to operate Trump Plaza. The license is not transferable, is issued for a term of two years and must be acted upon by the CCC no later than 30 days prior to the expiration of the license. The continued operation of the Company are subject to its retaining its operating license.

#### Casino License Renewal, cont.

This license must be renewed in May, 1993, is not transferable and will include a review of the financial stability of the Company. Upon revocation, suspension for more than 120 days, or failure to renew the casino license, the Act provides for the mandatory appointment of a conservator to take possession of the hotel and casino's business and property, subject to all valid liens, claims and encumbrances.

#### D. Proposed Leases

On February 2, 1993, the Company entered into an option agreement with Donald J. Trump, in consideration for \$700,000 to acquire the exclusive right to lease certain land adjacent to Trump Plaza hotel and casino for fixed annual rent of approximately \$3,100,000, plus net expenses. The initial lease terms would be for 10 years, followed by six consecutive 10 year renewal options.

#### E. Proposed Offering of Mortgage Notes and Units

TPF and the Company have filed a registration statement for the offering and sale of . \$325,000,000 Mortgage Notes and Trump Plaza Holding Associates ("Holding") a newly formed partnership, beneficially owned 100% by Donald J. Trump, has filed a Registration Statement for the offering of Units consisting of an aggregate of \$50,000,000 Pay-In-Kind Notes ("PIK Notes"), together with warrants to acquire an additional \$10,000,000 of PIK Notes at no additional cost. The combined proceeds, together with cash on hand, will be used to repay the existing New Bonds, redeem the existing Preferred Stock units, repay certain other indebtness and to make a \$50,000,000 special distribution to Donald J. Trump. After giving effect to the issuance of the Mortgage Notes and Units and the proposed use of the proceeds, at December 31, 1992 on a pro forma basis, TPF, the Company and Holding would have had \$393,732,000 of combined indebtness. Prospective investors should consider, among other risks, the high leverage and fixed charges of TPF, the Company and Holding, pending litigation, the risks of refinancing and repayment of indebtness, the recent results of operations of the Company, Holding's capital structure and limitations on access to cash flow and assets of the Company and Holding. See "Risk Factors" section of the registration statements for additional information.

#### Note 15: Extraordinary Loss:

The extraordinary loss consists of the effect of stating the New Bonds and Preferred Stock at current fair value (\$32,750,000 See Note 1B) and the write-off of \$5,455,000 of unamortized loan costs relating to the Old Bonds and Promissory Note.

#### NOTE 16: PROVISION (CREDIT) FOR INCOME TAXES

The provision (credit) for state income taxes for the three and twelve months ended December 31, consisted of the following:

	Three mor 1992	nths ended <u>1991</u>	Twelve mon 1992	th <b>s en</b> ded 1991
Current	\$ -	ş –	\$ -	\$ (63,000)
Deferred	(240,000)	( <u>2,022,000</u> )	(233,000)	( <u>2,801,000</u> )
Total	\$(240,000) =======	\$(2,022,000)	\$(233,000) =======	\$(2,864,000) ========

#### Note 17: Employee Benefit Plans

The Company has a retirement savings plan for its nonunion employees under Section 401(K) of the Internal Revenue Code. Employees are eligible to contribute up to 15% of their earnings to the plan and the Company will match 50% of an eligible employee's contributions up to a maximum of 4% of the employee's earnings. The Company recorded charges of \$699,000 and \$571,000 for matching contributions for the years ended December 31, 1992 and 1991, respectively.

The Company makes payments to various trusteed pension plans under industry-wide union agreements. The payments are based on the hours worked by or gross wages paid to covered employees. It is not practical to determine the amount of payments ultimately used to fund pension benefit plans or the current financial condition of these plans. Under the Employee Retirement Income Security Act, the Company may be liable for its share of the plans; unfunded liabilities, if any, if the plans are terminated. Pension expense for the years ended December 31, 1992 and 1991 was \$446,000 and \$433,000, respectively.

# TRADING NAME OF LICENSEE: TRUMP PLAZA HOTEL & CASINO

# SCHEDULE OF RECEIVABLES AND PATRONS' CHECKS

DECEMBER 31, 1992

(UNAUDITED) (\$ IN THOUSANDS)

	ACCOUNTS RECEIV	ABLE BALANCES	an a	
LINE (a)	DESCRIPTION (b)	ACCOUNT BALANCE		ACCOUNTS RECEIVABLE- NET OF ALLOWANCE (e)
1	Patrons' Checks: Undeposited patrons' checks	\$ 3,232		
2	Returned patrons' checks	17,302		
3	Total patrons' checks	20,534	\$ 14,011	\$ 6,523
4	Hotel Receivables	1,537	391	1,146
5	Other Receivables: Receivables due from officers and employees.	31		
6	Receivables due from affiliates	_		
7	Other accounts and notes receivables	170		
8	Total other receivables	201		201
9	Totals (Form 205)	\$ 22,272	<b>\$</b> 14,402	\$ 7,870

	UNDEPOSITED PATRONS' CHECKS ACTIVITY	
LINE (f)	DESCRIPTION (g)	AMOUNT (h)
10	Paginging Palance ( January 4)	
	Beginning Balance (January 1)	\$ 5,432
11	Counter checks issued (excluding counter checks issued through	
	transactions relating to consolidations, partial redemptions,	
	substitutions, and patrons' cash deposits)	. 200,515
12	Checks redeemed prior to deposit (excluding the unredeemed	
	portion of counter checks redeemed through partial redemptions,	
	and excluding checks, redemmed through transactions relating to	
	consolidations, substitutions, and patrons' cash deposits)	(157,466)
13	Checks collected through deposits	(28,950)
14	Checks transferred to returned checks	(16,299)
15	Other adjustments	_
16	Ending Balance	\$ 3,232
	*Hold Checks* included in Balance on Line 16	
18	Provision for Uncollectible Patrons' Checks	\$ 4,933
19	Provision as a percent of Counter Checks Issued	2.5%

# **PROMOTIONAL EXPENSES AND ALLOWANCES**

	Promotiona	al Allowances	Promotiona	Promotional Expenses	
	Number of	Dollar	Number of	Dollar	
	Recipients	Amount	Recipients	Amount	
Rooms	<b>2</b> 1,257	\$2,454,000	1,265	\$95,000	
Food	220,716	2,869,000			
Beverage	693,265	2,080,000			
Travel			4,705	706,000	
Coin			728,768	4,606,000	
Coupon	195,107	1,065,000		-	
Entertainment	13,900	278,000	1,508	60,000	
Retail & Gifts			43	425,000	
Other	20,126	202,000	6,030	151,000	
Total	<u>1,164,371</u>	\$8,948,000	742,319	\$6,043,000	

For the Three Months Ended December 31, 1992

# For the Twelve Months Ended December 31, 1992

	Promotiona	I Allowances	Promotiona	Promotional Expenses	
	Number of	Dollar	Number of	Dollar	
	Recipients	Amount	Recipients	Amount	
Rooms	99,230	\$11,862,000	2,484	\$186,000	
Food	934,682	12,151,000			
Beverage	2,934,006	8,802,000			
Travel			22,658	3,399,000	
Coin			2,858,024	19,200,000	
Coupon	442,611	4,919,000			
Entertainment	71,065	1,421,000	8,098	324,000	
Retail & Gifts			318	1,777,000	
Other	74,903	750,000	28,205	705,000	
Total	4,556,497	\$39,905,000	2,919,787	<b>\$2</b> 5, <b>591,0</b> 00	

STATE	OF	NEW	JERSEY	:
				:88.
COUNTY	OF	ATI	LANTIC	:

FRANCIS X. McCARTHY, JR. , being duly sworn according to law upon my oath Name

deposes and says:

- 1. I have examined this Quarterly Report.
- 2. All the information contained in this Report has been prepared in conformity with Casino Control Commission's Quarterly Report Instructions and Uniform Chart of Accounts.
- 3. The information contained in this Quarterly Report is accurate to the best of my knowledge and belief.

<u>SR. VP OF FINANCE & ADMIN.</u> Title

001015-11 License Number

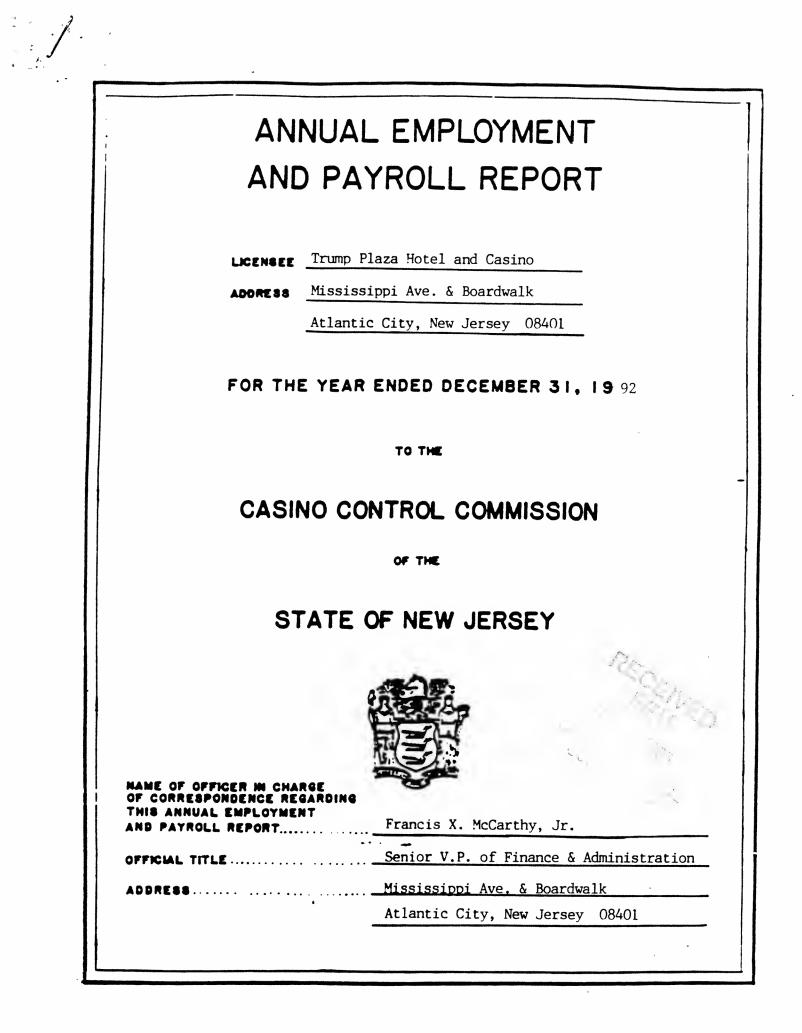
On Behalf Of:

TRUMP PLAZA ASSOCIATES Casino Licensee

Subscribed and sworn to before me this 12 day of 1993 Shorry A. Field

NOTARY PUBLIC OF NEW JERSEY MY COMMISSION EXPIRES JULY 28, 1984

Basis of Authority to Take Oaths



Trading Name of Licensee Trump Plaza Hotel and Casino

ANNUAL EMPLOYMENT AND PAYROLL REPORT SIGNATURE PAGE

For the Year Ended December 31, 19 92

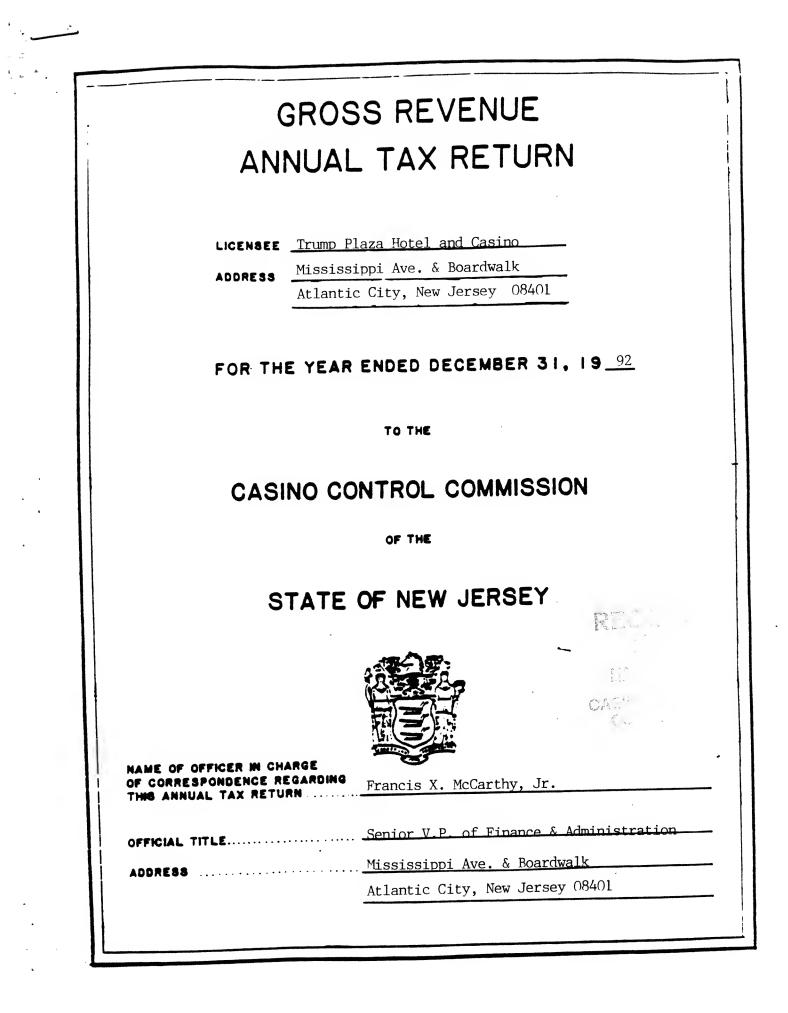
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gna Senior V.P. of Finance & Administration

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Title

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IRADING NAME OF LICENSEE Trump Plaza Hotel and Casino

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# ANNUAL EMPLOYMENT AND PAYROLL REPORT

# FOR THE YEAR ENDED DECEMBER 31, 19 92 (\$ in Thousands)

				-	
LINE	DEPARIMENT	NUMBER OF	1	SALARIES AND WAGES	
	(9)	(c) EMPLOYEES	(d) OTHER EMPLOYEES	(e) OFFICERS & OWNERS	
Ī	CASINO	-			
-	Administration	00 C			
2	Gaming	100			
~	Slots	101			
•	Casino accounting	11			
<u>s</u>		1 460	30 970	1	026.02
9	otal-casing				
~	ROOMS	195	5,057	8	5,057
<	FOOD AND BEVERACE	. 857	14.208	1	14,208
6	OTHER OPERATED DEPARTMENTS Other Operated Departments	215	4,443	8	4,443
10					
=					
2 2					
15					
16					
2					
<u>e</u> 6					
06		æ	410	1, 331	1,741
2		6£1	3,442		3,442
2		. 192	4,894	1	4,894
23	inistrative and general		3,463		3,463
	HARKETING	. 15.5	3.580		
		7 C	676 1	I	1,249
25	CUEST ENTERTAINMENT	+C			
26	PROPERTY OPERATION AND MAINTENANCE	318	9,564		9,564
			. 000 10	1 2 2 1	82.611

TRADING NAME OF LICENSEE \_ Trump Plaza Hotel and Casino

# GROSS REVENUE ANNUAL TAX RETURN

	FOR THE YEAR ENDED DECEMBER 31, 19 <u>92</u> Amended
	(UNAUDITED) 3/17/93
	(S IN THOUSANDS)
1 2 3	Casino win or (loss) Table games revenue
4	Less - adjustment for uncollectible patrons' checks: Provision for uncollectible patrons' checks
5	Maximum adjustment (4% of line 3)
6	Adjustment (the lesser of line 4 or line 5)
7	Gross revenues (line 3 less line 6)
8	Tax on gross revenues - current year (8% of line 7)
9 10	Audit or other adjustments to tax on gross revenues in prior years
	Deposits made for tax on current year's gross revenues:
11 12 13 14	January February March April January \$ 1,396 1,649 1,819 1,599
15 16	$\frac{1,409}{2,089}$
17 18	July 1,824 August 2,217 -
19 20	September
21 22	November
23 24	January
	Settlement of prior years' tax on gross revenues
25	resulting from audit or other adjustments - (deposits) credits
26	Gross revenues tax payable (line 10 less line 24 plus or minus line 25)

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STATE OF

COUNTY OF

Francis X. McCarthy, Jr. \_\_\_\_\_, being duly sworn according Name

to law upon my oath deposes and says:

1. I have examined this Gross Revenue Annual Tax Return.

: :ss.

:

2. All the information contained in this Return has been prepared in conformity with the Casino Control Commission's Gross Revenue Annual Tax Return Instructions and Uniform Chart of Accounts.

3. The information contained in this Return is accurate to the best of my knowledge and belief.

Sr. V.P. of Finance & Administration Title

001015-11 License Number

On Behalf Of:

Trump Plaza Associates Casino Licensee

Subscribed and sworn to before me this 12 day . 1923 Af Manch Signature) Showy A. Field NOTARY PUBLIC OF NEW JERSEY

MY COMMISSION EXPRES. 44 Y 26, 1984 Basis of Authority to Take Oaths